

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Form 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **February 23, 2015 (February 20, 2015)**

DISH NETWORK CORPORATION

(Exact name of registrant as specified in its charter)

NEVADA
(State or other jurisdiction of
incorporation)

0-26176
(Commission File Number)

88-0336997
(IRS Employer
Identification No.)

**9601 S. MERIDIAN BLVD.
ENGLEWOOD, COLORADO**
(Address of principal executive offices)

80112
(Zip Code)

(303) 723-1000
(Registrant's telephone number, including area code)

DISH DBS CORPORATION

(Exact name of registrant as specified in its charter)

COLORADO
(State or other jurisdiction of
incorporation)

333-31929
(Commission File Number)

84-1328967
(IRS Employer
Identification No.)

**9601 S. MERIDIAN BLVD.
ENGLEWOOD, COLORADO**
(Address of principal executive offices)

80112
(Zip Code)

(303) 723-1000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On February 23, 2015, DISH Network Corporation ("DISH Network") issued a press release announcing the retirement of Mr. Joseph P. Clayton, President and Chief Executive Officer of DISH Network, effective March 31, 2015, and the appointment of Mr. Charles W. Ergen as President and Chief Executive Officer of DISH Network, effective March 31, 2015, succeeding Mr. Clayton. Mr. Clayton will also retire from the Board of Directors of DISH Network (the "Board of Directors") effective March 31, 2015.

Mr. Ergen, age 61, serves as DISH Network's executive Chairman and has been Chairman of the Board of Directors since its formation. During the past five years, Mr. Ergen has held various executive officer and director positions with DISH Network and its subsidiaries including the position of President and Chief Executive Officer from time to time. During 1980, Mr. Ergen co-founded DISH Network with his future spouse, Cantey M. Ergen, and James DeFranco. Mr. Ergen also serves as executive Chairman and Chairman of the Board of Directors of EchoStar Corporation ("EchoStar") and served as Chief Executive Officer of EchoStar from its formation in October 2007 until November 2009. Mr. Ergen also served as EchoStar's President from June 2008 to November 2009. Mrs. Ergen has served on the Board of Directors since 2001.

Please see “*Certain Relationships and Related Party Transactions — Certain Related Party Transactions with Certain Members of Our Board of Directors*” in our Proxy Statement for the 2014 Annual Meeting of Shareholders, filed with the Securities and Exchange Commission on September 19, 2014, for disclosure regarding certain transactions involving Mr. Ergen.

A copy of DISH Network’s press release relating to the retirement of Mr. Clayton and the appointment of Mr. Ergen is being furnished as Exhibit 99.1 to this Current Report on Form 8-K. Exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of DISH Network or DISH DBS Corporation under the Securities Act of 1933 or the Exchange Act.

Item 9.01. Financial Statements and Exhibits

Exhibit 99.1 Press Release “DISH Network President and CEO Joseph P. Clayton to Retire March 31, 2015” dated February 23, 2015

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

DISH NETWORK CORPORATION
DISH DBS CORPORATION

Date: February 23, 2015

By: /s/R. Stanton Dodge
R. Stanton Dodge
Executive Vice President, General Counsel and Secretary

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EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
Exhibit 99.1	Press Release “DISH Network President and CEO Joseph P. Clayton to Retire March 31, 2015” dated February 23, 2015

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**DISH Network President and CEO Joseph P. Clayton
to Retire March 31, 2015**

- DISH Founder and Chairman Charles W. Ergen to assume role as President and Chief Executive Officer
- Clayton also to retire from DISH Board of Directors

Englewood, Colo, Feb. 23, 2015 — DISH Network Corporation (NASDAQ: DISH) today announced that President and Chief Executive Officer Joseph P. Clayton will retire from his position effective March 31, 2015. Clayton, who is a 42-year veteran of the consumer electronics industry, leaves the post he assumed in June of 2011. Clayton's retirement from the DISH Board of Directors also will be effective March 31.

DISH Co-founder and Chairman Charles W. Ergen, who has previously served as DISH's President and CEO, will succeed Clayton in those roles.

"Over the last four years, Joe's leadership has been instrumental to DISH as we have worked to engineer a fundamental transformation of our business," said Ergen. "He has set the stage for what will become a new company, and with that he has prepared a new class of management to address the adventures coming our way."

"This team has done what it said it would — our operations are stronger, our leadership is deeper, our outlook is as positive as it ever has been," said Clayton. "We were able to launch the Hopper, dishNet and Sling TV, navigate two spectrum auctions and deliver for our customers throughout. All of it was with great success — I am proud to have served with such a remarkable team."

Ergen's direct reports will include EVP/COO Bernie Han, EVP/General Counsel Stanton Dodge, EVP/CHRO Mike McClaskey, EVP/Head of Corporate Development Tom Cullen and Sling TV CEO Roger Lynch.

About Joseph P. Clayton

Prior to his appointment at DISH, Clayton served as chairman of Sirius Satellite Radio Inc., from November 2004 through July 2008 and served as chief executive officer of Sirius from November 2001 through November 2004. Before joining Sirius, Clayton served as president of Global Crossing North America, as president and chief executive officer of Frontier Corporation and as executive vice president of Marketing and Sales for the Americas and Asia of Thomson S.A.

Clayton has received numerous accolades throughout his career including Bellarmine University Alumni of the Year in 1996, and induction into both the Indiana University School of Business and Consumer Electronics Hall of Fame in 2008.

He was a four-year member of the EchoStar Corporation Board of Directors and a former Chairman of the Consumer Electronics Association. Currently, Clayton is a Trustee for Bellarmine University in Kentucky where he graduated magna cum laude with a Bachelor of Arts in Business Administration. He earned his Master of Business Administration in Marketing and Management from Indiana University where he sits on the Dean's Advisory Board for the Indiana School of Business.

A man of many interests, Clayton has won the International Bluegrass Music Association's Lifetime Achievement Award and has traveled throughout the world. In his downtime, he enjoys watching Kentucky basketball, hunting and spending time with his family.

About Charles W. Ergen

Charlie Ergen co-founded DISH more than 30 years ago and currently acts as Chairman of both DISH and EchoStar. In June 2011, he stepped down from his role as President and CEO of DISH to focus on long-term business development and acquisition tactics in an effort to reach new markets, expand product and service offerings and bolster the company's customer base.

A prominent leader in the satellite and telecommunications industries, Ergen has received numerous accolades for his renowned career as a brilliant entrepreneur. Most recently, he was among the 2012 class of inductees into the Consumer Electronics Hall of Fame, and was named one of *Barron's* "World's Best CEOs" and listed among *Forbes* "Top 10 CEOs" in 2007. In 2001, Ergen was honored as Frost & Sullivan's "CEO of the Year in the Satellite Industry" award, and became the first person to win the *Rocky Mountain News* "Business Person of the Year" for the second time. Instrumental in the fight to allow American consumers access to local channels via satellite, he helped secure the passage of the Satellite Home Viewer Improvement Act in 1999 and was co-founder of the Satellite Broadcasting Communications Association.

Ergen received his Bachelor of Science in General Business and Accounting from the University of Tennessee and his Master of Business Administration from the Babcock Graduate School of Management at Wake Forest University.

An avid mountain climber and member of the Colorado Mountain Club, Ergen has climbed all of the state's 14 thousand foot peaks, scaled Mount Kilimanjaro in Tanzania, Mount Aconcagua in Argentina and the Mount Everest base camp in Nepal. He enjoys spending time with Candy, his wife of more than 30 years and co-founder of DISH, and their five children.

About DISH

DISH Network Corp. (NASDAQ: DISH), through its subsidiaries, provides approximately 13.978 million pay-TV subscribers, as of Dec. 31, 2014, with the highest-quality programming and technology with the most choices at the best value. Subscribers enjoy a high definition line-up with more than 200 national HD channels, the most international channels, and award-winning HD and DVR technology. DISH Network Corporation is a Fortune 250 company. Visit www.dish.com.

